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FLORIDA STATE FAIR FOUNDATION, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORIDA STATE FAIR FOUNDATION, INC.**

Pursuant to Section 617.1001 of the Florida Not-For-Profit Corporation Act (the "Act"), Florida State Fair Foundation, Inc. (the "*Corporation*"), a Florida not-for-profit corporation, adopts these Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Florida State Fair Foundation, Inc.

SECOND: Article IV of the Corporation's Articles of Incorporation is amended in its entirety to read as follows:

**ARTICLE IV
MEMBERSHIP**

The Corporation shall not have any members.

THIRD: The foregoing amendment of the Corporation's Articles of Incorporation was adopted and approved on October 5, 2011, by the affirmative vote of all the directors of the Corporation, which is sufficient for approval of the amendment. The Corporation does not have any members entitled to vote on the amendment.

FOURTH: The foregoing amendment will become effective upon the filing of these Articles of Amendment to the Articles of Incorporation of the Corporation with the Florida Department of State.

Date: 10/5, 2011

FLORIDA STATE FAIR FOUNDATION, INC.

By: 
Robert M. Thomas, President

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